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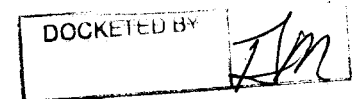
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October 16, 2012

Via Overnight Delivery

Ernest Johnson, Executive Secretary
Arizona Corporation Commission
Utilities Division
1200 W. Washington Street
Phoenix, AZ 85007-2927

Re: COMPLIANCE FILING

Docket Nos. T-20783A-12-0319, T-03777A-12-0319 & T-03774A-12-0319

**In the Matter of the Joint Application of Zayo Group, LLC,
360networks (USA) inc. and AboveNet Communications, Inc. for an
Order Authorizing the Encumbrance of Their Assets**

Dear Mr. Johnson:

Zayo Group, LLC ("Zayo"), 360networks (USA) inc. ("360networks") and AboveNet Communications, Inc. ("AboveNet") (collectively, "Applicants"), pursuant to Decision 73523, hereby notify the Commission that the "security documents" associated with the Additional Revolving Facilities that were the subject of that Decision are available in Zayo's SEC Form 8-K filed on July 2, 2012 and online at <http://www.sec.gov/Archives/edgar/data/1502756/000119312512292181/0001193125-12-292181-index.htm>. Specifically, the Security Agreement is available as Exhibit 10.4 and available online at:

<http://www.sec.gov/Archives/edgar/data/1502756/000119312512292181/d372163dex104.htm>. A copy of the Security Agreement was previously provided to the Compliance Section via email in compliance with Decision No. 73251 issued for Docket Nos. T-20783A-12-0114, T-03777A-12-0114 & T-03774A-12-0114.

An original and thirteen (13) copies of this letter are enclosed for filing. Please date stamp the extra copy and return it in the envelope provided. Please direct any questions to Brett Ferencak at (202) 373-6697.

Respectfully submitted,

Jean L. Kiddoo
Brett P. Ferencak

Counsel for Applicants

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